UNITED STATES DISTRICT COURT

CENTRAL DISTRICT OF CALIFORNIA - WESTERN DIVISION

HONORABLE ANDRÉ BIROTTE JR., U.S. DISTRICT JUDGE

UM CORPORATION, A JAPANESE CORPORATION, PLAINTIFF AND COUNTER-DEFENDANT, vs. TSUBURAYA PRODUCTIONS CO., LTD., A JAPANESE CORPORATION, DEFENDANT AND COUNTER-CLAIMANT.	)	No. CV 15-3764-AB

REPORTER'S TRANSCRIPT OF PROCEEDINGS

WEDNESDAY, NOVEMBER 8, 2017

9:06 A.M.

LOS ANGELES, CALIFORNIA

DAY 2 of Jury Trial, Morning Session

Pages 1 through 76, inclusive

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LOS ANGELES, CALIFORNIA; WEDNESDAY, NOVEMBER 8, 2017

9:06 A.M.

- - -

(The following was heard in open court out of the presence of the jury:)

THE CLERK: Calling CV 15-3764-AB, UM Corporation versus Tsuburaya Productions Co., Ltd.

Counsel, please step forward and state your appearances.

MR. QUINN: Good morning, Your Honor. John Quinn for the plaintiff, Tsuburaya Productions.

THE COURT: Good morning.

MR. POSNER: Daniel Posner for the plaintiff, Tsuburaya Productions.

MR. GOLDSTEIN: Ryan Goldstein for Tsuburaya Productions.

MR. CHIBIB: Mike Chibib on behalf of the defendants, UM Corp., Tiga, and Golden Media Group.

MR. WEXLER: Jeffrey D. Wexler for the same parties.

MR. RAWSON: Timothy Rawson for the defendants.

THE COURT: Good morning. Thank you for being here again.

What is the issue that the parties wish to raise with the Court this morning before the jury comes in?

MR. QUINN: I don't know if there is an objection to this. We have marked a letter from defendant's counsel, the Pillsbury firm, dated March 29, 2015 as Exhibit 2294. It's a cease and desist letter from TMC to TPC.

It's a cease and desist letter from UMC to TPC. It's addressed to the president of TPC, who will be the next witness, Mr. Ooka. And I don't know if there is an objection to this. Somehow this is not on our exhibit list, and we would like to include that on the exhibit list.

THE COURT: So I have -- are they the same letter? Looks like there is a redacted version and an unredacted version.

MR. QUINN: We redacted -- the redacted portions, Your Honor, are references to the Thai litigation, which we thought would be simply confusing to refer to. So we provided the Court with the original document. And the copy as redacted to take out the references to that litigation.

THE COURT: Who is the witness that will be referring to this or that you --

MR. QUINN: The addressee, the next witness, the president of TPC, Mr. Ooka.

THE COURT: Got it.

What's the defense position with respect to this letter? Mr. Chibib.

MR. CHIBIB: Thank you, Your Honor. Putting aside

the timeliness issue of this not being on their witness list, this letter and similar statements made in the opening seem to want to re-address some of the issues that Your Honor decided on summary judgment motion, specifically, whether UMC claims that it has rights to derivative works and some other things that Your Honor has concluded they do not.

And I believe TPC's counsel is trying to make this point that UMC is still claiming those rights in light of the law of the case. And I think that that's highly prejudicial without us being able to respond in kind by saying we were relying on the decisions of the Japanese Court. We were relying on the decision of the Chinese Court.

And so this Exhibit 2294, not only does it cite the Chinese litigation, but it -- the Thai litigation, but it also cites to the Chinese litigation and mentions actions that are going on in China.

And we think that any evidence that they put forward to try and show our original claim based on what we interpreted the Exhibit 4A to mean -- that's no longer valid in light of Your Honor's summary judgment motion as prejudicial to us.

THE COURT: Let me ask you, Mr. Chibib. Do you have objection to testimony from the witness that they

received the cease and desist letter from your client?

MR. CHIBIB: In and of itself that, of course, they did receive it. I don't have any problem with the testimony that they did receive it.

I do have a problem with probing and asking the witness about the scope of the rights that UMC claimed that it had back at this point in time.

And remember, in light of your summary judgment, Your Honor, we removed all of our exhibits and all of our evidence that would show that we have these extended rights based on the Japanese Court or the Chinese Court.

THE COURT: Mr. Quinn, what's the purpose of this letter? I mean, isn't it enough -- well, I'll pose the question. Isn't it enough to ask the witness whether he received the cease and desist letter? Or are you offering it to go through the rights that UMC claimed that it had?

MR. QUINN: The latter. Let me explain why that's relevant. It's interesting if they are now taking the position that they are abandoning any claim to any derivative works, any works derivative to the five or six items that are less -- listed on Exhibit 4A.

That would be a very interesting position for them to take. And if that's their position, we would like to hear that. There was obviously a big disjunction yesterday in the opening statements. We argued that it was utterly

inconceivable that a party would enter into an agreement -- that we would enter into an agreement, basically, giving up all of "Ultraman," which, in fact, was their position at the time.

Now, maybe they're saying their position is different, but in terms of the credibility of the position that Mr. Sompote was taking and that they have taken apparently up until yesterday, that was their position. And it's important for understanding does this make any sense that we would have entered into an agreement giving up all of "Ultraman"? That's what Mr. Sompote said.

THE COURT: How does this letter -- how is this letter relevant to that point that you just made?

MR. QUINN: Because this says that. This letter says that. It says we own "Ultraman" and you can't be doing anything with "Ultraman" outside of Japan. That was their position.

That goes to the believability, the credibility, the likelihood that this 1976 Agreement would have been entered into and secretly held on to, and that we would have promoted "Ultraman" for two decades and they never would have objected to all of those toys and everything else when that was their position.

Mr. Sompote comes in in '96. He produces it, and he says, I own it all. Our position is he says, "I'm not

going to enforce it if you sign this apology letter."

But it goes to the credibility and the likelihood that what Mr. Sompote said is real.

Now, there have been legal rulings since then. I understand that. And maybe they're saying, we're giving up any claim to any derivative work, period, that we're only asking for those five or six items mentioned in Exhibit 4 for all time. I don't think they'll say that.

THE COURT: No. I think what they're saying is, in light of the Court's ruling they're, sort of, left with that. I'm sure they disagree.

But Pillsbury is taking the position that, look. The Court has made its ruling. We'll deal with that at a later point. But for purposes of this trial, in light of the ruling, this is all we're left with.

I need to go through this letter in some more detail, but I have some concern that this letter may have reference to prior claims that UMC has asserted that are not in play at this litigation.

MR. QUINN: I think the historical fact that they claim, we own all of "Ultraman" is undisputed. That's what they claim. That's what they presented to us.

So in deciding whether the '76 document really is what they claim it is, it's important to assess in the balance what's the likelihood we would have given that away,

they would have secretly hung on to it and let us produce all these toys and everything? There is going to be other testimony coming in about that was their position.

THE COURT: Right. But I guess I struggle with how this letter is so significant and relevant to that point. But let me take a moment to review the letter before I make a ruling on it.

Mr. Chibib, was there anything you wish to add?

MR. CHIBIB: One more piece, Your Honor. All I would say is that we would certainly waive an objection to that if counsel for TPC agrees they have now opened the door to us providing testimony and evidence about the Japanese Court and the Chinese Court.

That's what we're claiming. If they're going to talk about what we used to claim before Your Honor's summary judgment motion, we have every right to provide the reason why we made those claims.

THE COURT: All right.

MR. QUINN: That, Your Honor, I have I just don't follow. I think there is a complete disconnect there. If there is some reference to the Chinese litigation in this letter that we didn't catch, that should come out.

But the fact is, historically, this is the position they were taking. This is part of the factual background to this case, and it needs to be -- that needs to

be considered in deciding whether this document is real, would it have gone down the way they say it went?

THE COURT: Whether the '76 document --

MR. QUINN: Exactly. Whether the '76 document is real. Their position was we have secretly had this document that gives us all of "Ultraman" for 20 years.

As I told the jury yesterday, we were publicly doing this for 20 years. They never objected. Then they get up in opening and say, this is only about these four or five things. Now, that's completely misleading.

That's completely misleading because Mr. Sompote will say -- they will argue -- they're going to argue that the reason Mr. Sompote never objected to those in those 20 years is because he didn't claim rights to any of the new works.

Maybe that's where they're going. His testimony is that we couldn't do anything with "Ultraman" during that 20 years.

We've designated the testimony. That's the historical record. They're now trying to reshape that on the fly here and hide behind Your Honor's ruling.

But in terms of the credibility of that document and the likelihood that the '76 document is what it purports to be, you have to know what they were claiming that meant at the time. What it meant after Your Honor's ruling is a

different thing.

We're not trying to reargue Your Honor's ruling, obviously. We're not trying to reargue that. We are trying to tell the history, and this position is a key part of the history.

THE COURT: What's your response to Mr. Chibib's Hail Mary argument that, if this comes in, then they should be allowed to introduce all this other evidence about the litigation and why they took the positions that they did?

MR. QUINN: I think that's a complete disconnect. Before there was any litigation, Mr. Sompote was saying, I own all of "Ultraman."

He goes into a video store -- they refer to this in Bangkok -- and said you shouldn't be -- after Mr. Noboru dies, you shouldn't be selling these toys. I own this character.

I don't understand why our pointing out the position they consistently took up until the time this Court granted summary judgment means that they get to get into the other proceedings. One doesn't have anything to do with the other.

THE COURT: Mr. Quinn, let me just ask one, I guess, question that has some minimal relevance, but I just need to know. So why wasn't this document produced earlier?

MR. QUINN: Well --

THE COURT: Is someone's bonus going to get revoked now?

MR. QUINN: I am going to dock myself. It was produced. It's not a question of -- exhibit list.

THE COURT: Why wasn't it in the exhibit list?

MR. QUINN: The opening statements were like ships passing in the night. I was flabbergasted. I came up and told the jury -- they say they own everything for 20 years, we were doing everything. They never objected. That's the corner of our opening statement.

They got up and said, wait a second. This document is only about these five or six things. I was flabbergasted that they said that.

So we need to tell the jury that this has consistently been their position -- was their position in this case. The first communication with TPC that leads to this case to the next witness, they take that position here. We own all of "Ultraman." So it wasn't on there because we never anticipated they were going to say Exhibit 4A only concerns these five works.

THE COURT: Let me take a few moments to look at this letter.

Mr. Chibib, go ahead.

MR. CHIBIB: One more, Your Honor. First of all, I think that I know you classified it as a Hail Mary

argument, but I think we're talking about an issue; right? And the issue is why was UMC taking this position. That's the issue. Why weren't we saying what we were saying, and that's because we felt we had the support of the judgments from Japan and China as of the date of this letter, which is March of 2015.

I think Your Honor would have been very disappointed with us if we had continued to argue the things that you decided on summary judgment.

We do not intend to offer testimony from Mr. Sompote that said that he only thought it was about the few works in the 1976 Agreement.

Mr. Sompote is not here. His testimony is in the can. It's going to be as of 2002. So there is no rehashing.

We actually met and conferred with counsel for TPC about this issue, about the scope of this trial, and how this trial would be about the works that are in the 1976 Agreement, not that we're waiving our appeal as you mentioned. We still feel and believe that, but we'll deal with that later.

But this trial is about the rights that are in the '76 Agreement based on the law of the case.

So we also think it would be prejudicial because this letter comes from our law firm, and I think out of

context and certainly without the explanation of the Japanese and Chinese judgments, it makes Pillsbury look bad in addition to them opening the door to that issue.

THE COURT: Thank you, Counsel.

MR. QUINN: Your Honor, if I may, I love Mr. Chibib already, but he is saying the reason they took the position they did was back then was in reliance on the Japanese and the Chinese and the Thai judgments.

They lost on this issue in Japan. The Japanese Court said they didn't have those rights outside Japan. They lost on this issue in China as well.

So that doesn't make sense. And they were taking this position clear back in -- what's the date?

MR. POSNER: 2002.

MR. QUINN: -- 2002 before this --

MR. POSNER: That's Mr. Sompote's testimony from 2002 in Japan.

MR. QUINN: In Japan. So clear back in Japan in the Japanese litigation, he's taking this position. It's consistently been their position.

THE COURT: Let me take a moment to look at these documents, and then I will come back and let the parties know how I rule.

Before I do that, I just want to confirm. Is there a witness list that -- in the list that provides the

witnesses in the order that they're going to be called? I don't -- I was looking at the first amended trial witness list that was submitted by TPC.

Should I assume that those -- that's the order of the witnesses?

MR. POSNER: Yes, Your Honor, subject to scheduling or availability issues. And I will mention that we were able to serve with a trial subpoena one of the witnesses from Ultraman USA.

We're not certain that that witness will show up, but, if that witness does show up, the subpoena date was for tomorrow, and I believe we appropriately placed him on the witness list in that event.

THE COURT: Okay. With respect to UMC, I think you all did provide a list in the order.

MR. CHIBIB: Yes, Your Honor, that's correct.

THE COURT: Okay. Perfect. Let me take a few minutes to read this letter, and then I'll come back. Thank you.

THE CLERK: All rise. This Court is in recess.

(Recess taken 9:22 to 9:37 A.M.)

THE COURT: All right. Back on the record here.

So I have had a chance to look at the letter.

Mr. Quinn, respectfully, I am going to disagree with your position with respect to the introduction of this

letter. It seems to me that, based on the argument, seems to me that UMC has really tailored their argument in light of the Court's ruling and I am concerned that the introduction of this document at trial would unnecessarily open the door to a bunch of extraneous issues that are not really the subject of this litigation. And so, on that basis, I am going to deny the request to introduce this exhibit.

MR. QUINN: Your Honor, may I ask for a clarification, then? I mean, we -- I hope I have conveyed my view that the historical positions taken have some bearing on the merits on the key issue in the case.

THE COURT: You have made your position. I'm not sure I join as to the significance of its relevance, but you have made your position.

MR. QUINN: Because, basically, we're saying, Your Honor, that Mr. Sompote is not a truth teller and the single most compelling evidence I told the jury that he is not a truth teller is because he said he owned all of "Ultraman."

THE COURT: And is the testimony from the transcripts -- is it going to -- aren't you going to introduce -- aren't you going to --

MR. QUINN: Yeah, we are absolutely going to offer that. I hope the Court is saying this letter doesn't come

in but we are not foreclosed from bringing up the positions that they were taking.

THE COURT: I agree. I think the defense knows that. Their concern is the introduction of this letter that's written by lawyers, sort of, advance a position that the lawyers, I think, acknowledge was done -- this was their position. And it is still their position, but some crazy judge thought differently.

So they're trying to deal with the cards that -- with the hand that they're dealt.

MR. QUINN: I just want to make sure. I understand this letter doesn't come in, but we're not foreclosed from pointing out the positions that historically they were taking.

THE COURT: You are correct. And I think the difference, at least, from the Court's perspective -- it's one thing to have Mr. Pillsbury write this letter. It's another to have Mr. Sompote to say in testimony, "This was my view of things." All right.

MR. QUINN: Thank you, Your Honor.

THE COURT: Sure. Can we get -- anything else? All right. So let's bring the jury in, and we'll start with trial. I should have informed the parties, if they bring issues up before trial, I deduct an hour from their clock.

MR. QUINN: It's too late, Your Honor.

THE COURT: Yes.

(The following was heard in open court in the presence of the jury:)

THE COURT: Good morning, ladies and gentlemen. We're going to proceed with our trial at this time.

Mr. Quinn, do you want to call your first witness.

MR. QUINN: Yes, Your Honor.

Tsuburaya Productions calls Shinichi Ooka.

SHINICHI OOKA,

having been first duly sworn,

testified as follows:

THE CLERK: Do you solemnly swear that the testimony you shall give in the cause now before this Court shall be the truth, the whole truth, and nothing but the truth, so help you God?

THE WITNESS: I do.

THE CLERK: You do solemnly swear you will well and truly interpret from English language into the Japanese language and from the Japanese language into the English language in the cause now before this Court according to the best of your knowledge and ability so help you God?

THE INTERPRETER: Yes.

THE COURT: Please state your name for the record.

THE INTERPRETER: Nanaka Yoshida King, Your Honor. Last name K-i-n-g.

THE COURT: Thank you for your service today.

THE CLERK: Will the witness please state and spell your name for the record.

THE WITNESS: S-h-i-n-i-c-h-i, Shinichi Ooka, O-o-k-a.

THE COURT: Mr. Quinn, you may proceed.

MR. QUINN: Thank you, Your Honor.

DIRECT EXAMINATION

BY MR. QUINN:

Q Good morning, Mr. Ooka.

Where do you reside, sir?

A I live in Kanagawa Prefecture, which is close to Tokyo.

Q Where are you presently employed?

A Tsuburaya Production.

Q And what is your position there presently?

A I am a board member as well as adviser to the board.

Q Of TPC?

A Tsuburaya Production.

Q And were you previously president of Tsuburaya Productions?

A Yes.

Q When did you cease to be president of Tsuburaya Productions?

A July 31st of this year.

Q Were you president of Tsuburaya Productions when this

present dispute between UMC and Tsuburaya Productions began?
A Yes.
Q And how did the dispute, this particular dispute, how did it begin?
A In my recollection, it started as both parties started claiming which were triggered by the distribution of a contents by a U.S. company called Veranda in 2012.
Q I'm sorry. You said it was triggered by -- could you say that again. I didn't quite get it.
A Well, the company called Veranda distributed Colorized "Ultra Q" after we uploaded this content. So we claimed against that company.
Q In terms of this particular dispute, what party began suing which party? Who started this lawsuit?
A UMC served a Complaint against Tsuburaya Productions.
Q Did that Complaint relate to "Ultraman"?
A Yes.
Q Did it relate to original "Ultraman" characters or derivative later "Ultraman" characters?
A The contents of the Complaint was that Tsuburaya Production did not have rights to distribute "Ultraman" works that Tsuburaya Productions had outside of Japan and that rights belonged to UMC.
Q Was it limited only to the original "Ultraman" works that are identified in the 1976 document?

A No, I don't think it was limited to those.
Q Did you then, as president, did you have responsibility for dealing from Tsuburaya's side with this dispute?
A Yes, I was the one responsible.
Q Prior to yesterday, at any time when you had this responsibility, did TMZ messages ever --
MR. POSNER: UMC.
BY MR. QUINN:
Q -- did UMC ever tell you or take the position that they were only claiming rights to those "Ultraman" works identified in Exhibit 4A?
Prior to yesterday, did they say that's all they were seeking, at any time?
THE COURT: Before the witness answers, I just want to make sure do the parties -- is there an agreement that this item is admitted into evidence? Because I have not -- Mr. Chibib.
MR. CHIBIB: We have no problem with 4A.
THE COURT: So 4A will be admitted into evidence.
MR. CHIBIB: Your Honor, I was going to ask for a sidebar, if that's possible, for a moment.
THE COURT: All right. We'll do that.
(The following proceedings were held at sidebar.)
MR. CHIBIB: So this is, obviously, the issue that we just talked about before the jury came in, and I know

that Your Honor said that it was fine for Mr. Quinn to get into it with Mr. Sompote's testimony.

Right now I think this is outside of what I thought Your Honor had ruled about. This is the law of the case issue. Earlier in this case, we were making claims that we are not making right now and that are not in this case and we were not able to litigate before Your Honor.

THE COURT: I guess the question I have is does this witness even know what those claims -- what claims were asserted before?

MR. CHIBIB: Yes.

THE COURT: He does know this?

MR. CHIBIB: He was the president when the lawsuit was brought. No question about that. But, again, it's no longer -- we cannot change -- we cannot argue the scope of the rights. And I'd love to get up there and tell you that they granted the copyright, the U.S. law means this, that, and the other thing.

THE COURT: Mr. Quinn, why not get into it with Mr. Sompote?

MR. QUINN: I will move on.

MR. CHIBIB: 4A?

MR. QUINN: We're not stipulating, of course, to 4A is what it purports to be. We think it has to come in because we're all going to talk about this.

MR. CHIBIB: We agree.

THE COURT: You guys agree to its admissibility.

MR. CHIBIB: Yes.

THE COURT: This trial is what about what it means.

MR. QUINN: Whether it's authentic.

MR. WEXLER: Also 129?

(The following was heard in open court in the presence of the jury:)

THE COURT: Mr. Quinn, you may proceed.

MR. QUINN: Thank you, Your Honor.

Q When this litigation originally started and you had responsibility for it, did Tsuburaya Productions investigate into its financial records to see what records it had about potential indebtedness to Mr. Sompote or any of his companies?

A Yes, I did.

Q And were there any records at Tsuburaya Productions of any loans or advances or any money that Mr. Sompote had provided to Tsuburaya Productions?

A There was none.

Q Were there any promissory notes or any entries in any financial statements or accounting records that indicated the company had received any money from Mr. Sompote?

A Not at all.

Q Were there any types of records of any kind indicating that Mr. Sompote had forgiven some indebtedness that the company had to Mr. Sompote?
A No.
Q Is it true that Tsuburaya Productions did have some financial difficulties in the second half of the 1970s?
A Yes, that's true.
Q At that time did Tsuburaya Productions have any major financial backers in Japan?
A Yes.
Q And who were -- who was that major financial backer?
A That was Number 1 or Number 2 movie company in Japan, Toho.
Q And what interest did Toho have in Tsuburaya Productions back in the 1970s?
A Toho was a major shareholder having 60 percent of our share, 60 percent of the Tsuburaya Production share.
Q How large a company was Toho?
A Probably it was the largest entertainment company, having hundred billion Yen in revenue.
Q I hesitate to ask you to do the translation on the fly, but can you tell us approximately what 100 billion Yen at the time would have been in U.S. dollars? Do you know?
A The exchange rate back then -- well, based on the current exchange rate, I would say about a billion dollar.

Q Do you know whether or not back in the 1970s Toho was a billion-dollar company?
A I believe so.
Q Did Toho provide support to Tsuburaya Productions?
A Yes. For one, Toho sent five or six corporate officers to Tsuburaya Productions, and Tsuburaya Productions office was inside of the building that Toho owns and also Tsuburaya Productions was able to rent studio for its shooting.
THE INTERPRETER: Interpreter made a mistake. Correction. Tsuburaya Productions office was on property that Toho owned not inside of the Toho building.
BY MR. QUINN:
Q Was that a benefit to Tsuburaya Productions?
A Yes, greatly. I believe so.
Q Why? Could you just explain that.
A Toho would contract us to produce works for them, and it was also great help for us to be able to rent studio much cheaper than other studio that helped a void in capital in a great deal.
Q Let's take a step back. I think we know the answer to this, but just for the record, what is the business of TPC?
A It is an entertainment company which produce TV program, movies, and broadcast and distribute those in TV station as well as movie theaters, and it also sells those

as packages and also has a licensing business to sell merchandises in the market.

Q Does it do these activities only in Japan or in many countries around the world?

A The company offered "Ultraman" works to about 100 countries in the world.

Q And has Tsuburaya Productions being done work in these multiple countries continuously since 1970?

A Yes.

Q Who founded Tsuburaya Productions?

A Eiji Tsuburaya.

Q When did he found it?

A 1963.

Q Who is Eiji Tsuburaya?

A He was a world famous special effect movie director, and he handled, as a director, "Godzilla" that was produced in 1954.

Q Was he the special effects director who created "Godzilla"?

A There were several creators, but he was one responsible for special effect.

Q How long was Eiji Tsuburaya involved with Tsuburaya Productions?

A For seven years until he passed away in 1970s.

Q Who became president after Eiji's death?

A Mr. Hajimi who was the first son of Mr. Eiji became the president.
Q After Hajimi, who was president of Tsuburaya Productions --
THE INTERPRETER: Counsel, you are asking who is the next --
BY MR. QUINN:
Q Who was the next one after the eldest son?
A Hajimi passed away in 1963. Then the second son, Noboru, became the president.
Q And how long was Noboru president of Tsuburaya Productions?
A He was the president for a little over 20 years until he passed away in 1995.
Q What works are Tsuburaya Productions best known for in Japan and in other countries?
A "Ultraman" and "Ultra Seven."
Q And what is "Ultraman"?
A He is a superhero who came from the outer space to preserve and protect the peace on earth together with people.
Q We need him now.
A Yes.
Q Who created the original "Ultraman" character?
A Tsuburaya Productions.

Q Is there a particular individual who was responsible for creating "Ultraman"?
A Eiji Tsuburaya.
Q The founder?
A Yes.
Q What is the target age group for "Ultraman"?
A The target back then was children between age three and ten.
Q Over time has that changed?
A Yes.
Q How so?
A Well, it's been over 50 years since "Ultraman" was broadcasted for the first time. And so the children back then reached age over 50 now.

So "Ultraman" fan goes across three generations in broader changes, grandfather, father, and grandsons -- or grandchildren since we keep creating work for children even to date.

Q What was the first "Ultraman" work that TPC created?
A There was a work called "Ultraman Q" before "Ultraman."
Q When was "Ultraman Q" created?
A It was created in 1965 and broadcasted starting New Year's of 1966.
Q When was "Ultraman" released?
A July of the same year.

MR. QUINN: If we could look at Exhibit 2009, Your Honor -- this is a clip. I don't think there is any objection to it. I would just like to show it and have the jury see it and ask the witness to identify it.

THE COURT: Is there any objection to 2009?

MR. CHIBIB: No objection.

THE COURT: Is this going to be admitted into evidence or just displayed to the jury?

MR. QUINN: We'll offer it, Your Honor.

THE COURT: So it will be admitted.

(Trial Exhibit 2009 was admitted into evidence.)

(The videotape was played.)

BY MR. QUINN:

Q Apparently, that's the whole movie, and we didn't want to have everyone watch the whole movie.

Do we have a -- this will be just a portion of Exhibit 2009?

THE COURT: I'm sure the jury thanks you as I do as well.

MR. QUINN: They would love it, Your Honor.

(The videotape was played.)

BY MR. QUINN:

Q What is this clip from? Can you identify this?

A This is a clip from the last episode of "Ultraman."

Q And that dates, I think you said, from 1960 -- what

year?
A '6.
Q So when you say the last episode, this was a television series?
A Yes. This was a TV show with each episode being 30 minutes.
Q And the figure we saw in the silver costume, was that "Ultraman"?
A Yes.
Q Did TPC back in that time frame, the 1960s and early '70s create other "Ultraman" television series that have come to be known as the classic "Ultraman" works?
A Yes.
Q And what are those original classic "Ultraman" works, if you could please give us their names.
A "Ultraman," "Ultra Seven," "Return of Ultraman," Ultraman Ace," "Ultraman Taro," and "Ultraman Leo."
Q And can you give us a rough idea just so the jury knows what years those were released in, maybe the first and the last year, if you can, approximately.
A I think "Ultraman" was in 1966, "Ultra Seven" in 1967, "Return of Ultraman," 1971, and "Ultraman Ace", 1972, "Ultraman Taro" in '73, and Leo in '74.
Q Are these all the names of television series each of which would consist of many episodes?

A Each has about 50 episodes.
Q About 50, 50?
A Yes, 50.
Q Were these "Ultraman" television series popular in Japan when they were first broadcast?
A Very popular.
Q Are you aware of any metrics measuring that popularity?
A For example, "Ultraman"'s highest viewership was 44 percent. And there were 39 episodes in "Ultraman," and average viewing rate was 38 percent. That is quite high showing how popular it was.
Q Do you know whether "Ultraman" actually got the attention of the royal family in Japan?
A Yes. I know a very famous episode.
Q Could you please relate that to the jury.
A The current prince who is going to be our next emperor when he was, I think, about five or six years old, went to the department store with his very first allowance to buy a book that features all different kaiju, and that was in national news broadcasted which furthered the popularity of "Ultraman."
Q You used the term "kaiju."
Could you explain what you mean by that.
A We call "Ultraman"'s enemies' monsters kaiju.
Q Okay. So you have identified for us the original

"Ultraman" works back from the 60's and 70's.

Has Tsuburaya Productions continued to create "Ultraman" works to this day?

A That's correct.

Q When was the last one that was created?

A "Ultraman Geed" which we created this year, and it is currently being broadcasted.

Q If we could please take a look at Exhibit 99A. You should have a binder there with you, and if you could please turn to 99A.

I don't think there is any objection to this, Your Honor. We'd offer it.

THE COURT: 99A?

MR. QUINN: 99A, yes.

THE COURT: Any objection?

MR. CHIBIB: No objection, Your Honor.

THE COURT: 99A will be admitted.

(Trial Exhibit 99A was admitted into evidence.)

BY MR. QUINN:

Q If we could just go maybe to inside to the first page, and could you tell us what this is, what this document shows.

A This is a list of "Ultraman" characters that Tsuburaya Productions created, works and characters.

Q How many total "Ultraman" characters has UPC [sic]

created over the years?
A With respect to "Ultraman," I believe there are something close to 100.
Q And how many different monsters?
A Kaiju monster, close to 2,000.
Q 2,000 monsters?
A Yes, 2,000 over 50 years.
Q Over the course of 50 years.
A Yes.
Q You were here during my opening statement where I played a clip from Exhibit 2232.

Do you recall my playing that? Do you recall my playing that clip?

A Yes, I do.
Q Was that an excerpt from the 50th anniversary video?
A Yes. It was a clip from anniversary video for "Ultraman" 50 years birthday.

MR. QUINN: I would offer that.

THE COURT: Any objection?

MR. CHIBIB: No objection.

THE COURT: That will be admitted.

(Trial Exhibit 2232 was admitted into evidence.)

MR. QUINN: May we approach the witness with Exhibit 2002, ask the witness if he can identify this book.

THE WITNESS: Yes. I know what it is.

BY MR. QUINN:

Q What is it?

A This is an encyclopedia featuring all kaijus, monsters that Tsuburaya Productions has ever created in its works.

MR. QUINN: We'd offer, that, Your Honor.

THE COURT: Any objection?

MR. CHIBIB: No objection.

THE COURT: 2002 will be admitted.

(Trial Exhibit 2002 was admitted into evidence.)

BY MR. QUINN:

Q Couple questions of movies and TV series.

In total how many TV series relating to "Ultraman" has TPC created?

A As to TVs, I think there are more than 35.

Q Each of them has, I think, you said 30 to 40 episodes?

A Approximately, yes.

Q Has TPC created every "Ultraman" television series and motion picture?

A I think it would vary depending on whether the work would be shown on TV or on the screen.

Q Let me just ask this. Are you aware of a movie or a television series that Tsuburaya Productions did with Mr. Sompote?

A Yes, I am.

Q What is the name of that one that they did together?

A With respect to "Ultraman," there was "Hanuman in Six Ultraman," and there was another one that is called "Jamborg A and Giant." Those are the two works that Tsuburaya Productions and Mr. Sompote created together.
Q Are those both "Ultraman" works?
A No. One of them only, Hanuman.
Q That's what I wanted to focus on.
Is it true there was only one "Ultraman" work that was made by Tsuburaya Productions and Mr. Sompote?
A That's correct.
Q And the name of that work is?
A "Hanuman and Six Ultraman."
Q And when was that made?
A I think it was 1973 or 1974.
Q Was that a television series or a motion picture?
A I heard that it was shown as a motion picture.
Q Setting that aside, is it true that Tsuburaya Productions has made every "Ultraman" motion picture?
MR. CHIBIB: Objection, Your Honor. Leading.
THE COURT: Overruled.
THE WITNESS: Yes, correct.
BY MR. QUINN:
Q And has Tsuburaya Productions made every "Ultraman" television series?

A Yes.
Q Has Tsuburaya Productions created every one of the characters appearing in "Ultraman" motion pictures and television series?
A Yes.
Q Did creating all these characters, television episodes and motion pictures require a large investment of money and resources by Tsuburaya Productions over the last 50 years?
A That's correct.
Q In addition to creating movies and television series, has Tsuburaya Productions made products and merchandise based on the "Ultraman" characters?
A Yes.
Q Can you give the jury some examples of the types of products and merchandise that are "Ultraman" themed that Tsuburaya Productions has made over the last 50 years.
A For example, we would sell the shows as TV DVD or Blu-ray package, and we also created many different toys apparel -- actually, this tie has "Ultraman" and golf ball. So we license to manufacture various different kinds of merchandise.
MR. QUINN: Your Honor, I don't think there is any objection. We'd like to offer some exemplars, Exhibit 2007. I can't read the title of the book. It's in Japanese, but it's a book, Exhibit 2006, Exhibit 2005, a T-shirt which is

Exhibit 2261, a toy which is Exhibit 2248, some airplanes, helicopters, and spaceships, which is Exhibit 2257.

THE COURT: Any objection to any of those exhibits, Counsel?

MR. CHIBIB: No, Your Honor although I would like that helicopter spaceship for myself.

MR. QUINN: I got first dibs.

THE COURT: Those items will be admitted.

(Trial Exhibits 2007, 2006, 2005, 2261, 2248, 2257 were admitted into evidence.)

MR. QUINN: We may have some others as well.

Q In addition to selling the merchandise and doing what you described with motion pictures and the movies, does TPC also obtain revenue from licensing its "Ultraman" works for distribution and broadcast in countries outside of Japan?

A Yes.

Q As of today, how many in how many different countries have "Ultraman" movies and television series been broadcast?

A As of today, approximately, I would say, 30 to 40.

Q Thirty to 40 countries?

A Yes.

Q And that's the total number of countries in which motion pictures or television "Ultraman" works have been broadcast; is that right?

A No, actually total historically it's over 100. But

since the question was as of today, I said 30 to 40 but historically way more than that.

Q You told us about the different "Ultraman" related activities that TPC has been -- Tsuburaya Productions has been engaged in, the television series the motion pictures, the books, the toys, the licensing activities. Has Tsuburaya Productions been doing these activities continuously in the 70's, 80's and 90's to today?

A Yes, continuously.

Q Including outside of Japan?

A Of course.

Q Now, when Tsuburaya Productions did these things, did it make it a secret or try to hide the fact that it was marketing "Ultraman" works outside of Japan?

A To the contrary.

Q Are you aware of any occasion prior to 1996 when Mr. Sompote or anybody affiliated with him contacted Tsuburaya Productions and said, wait a second. What are you doing here? You don't have the right to do this?

A Not at all.

Q Are you aware of Mr. Sompote or anyone affiliated with him voicing any objection to Tsuburaya Productions's development and marketing of "Ultraman" works outside of Japan? Are you aware of anyone expressing any objection to TPC's doing that?

A Prior to 1996?
Q Yes, prior to 1996.
A Not at all.
Q And you told us, when Mr. Noboru Tsuburaya passed away, that was 1995?
A Yes.
Q And one thing I skipped over which I told the jury about in opening statement -- is there actually kind of an informal national annual "Ultraman" celebration in Japan?
A Yes, there is.
Q What day is that?
A July 10th.
Q If we could look at Exhibit 4A, the 1976 document.
Let me first ask you, sir, in your work as president and the other positions that you have held at Tsuburaya Productions, are you familiar with the forms of licensing agreements that Tsuburaya Productions uses?
A Yes, I am.
Q If you look at this document here in the first sentence, there is a name there, Tsuburaya prod, at the top there and also in the -- down at the bottom, there is a reference to a Tsuburaya prod in lower case, period, an Enterprise Co., period, company, Ltd. Do you see that?
A Yes. It says that.
Q Are you aware of any company that has that name?

A They don't exist.
Q Have you ever seen that name in any other document?
A No, I have not.
Q In your experience as a businessman and as at Tsuburaya Productions, if you wanted to enter into an agreement with two entities one named Tsuburaya Productions and another one named Enterprise or Tsuburaya Enterprise, is that how you would think to do it, to merge the two names together in this fashion?
A No, I wouldn't do that.
Q And then if we could look at the list, the titles of the works listed there, you will see one -- "Ultraman 1."
Do you see that name there?
A Yes, I see that.
Q Is there a work named "Ultraman 1"?
A No such thing exists in Tsuburaya Productions.
Q Is there a work named "Ultraman 2"?
A No, it doesn't.
Q Is there a work named "Ultraman Seven"?
A No, there isn't.
Q Is there a work called "Ultra Seven"?
A Yes, that's right, there is.
Q Is there something unique about that name "Ultra Seven" in the titles of the "Ultraman" works?
A Back then the name -- this was the name, "Ultra Seven,"

was registered as a trademark. And I heard is that they did so purposely to differentiate from "Ultraman."

Q Is it true that "Ultra Seven" is the only "Ultraman" work where the "man" part doesn't appear? It's "Ultra Seven," not "Ultraman Seven." It is it's just Ultra. Is there anything unique about that?

A As a result, yes, that's how it turned out.

MR. QUINN: If we could show the full document again, Ken. Thank you.

Q In your experience, is it typical in license agreements that the agreement will specify what actual materials are going to be delivered pursuant to the license?

A Always that -- that is always the case.

Q Could you please give the jury some examples of the type of materials that you would expect to be identified in a license agreement that are to be delivered with the license.

A Original picture negative and original sound negative and MEA for audio, those three are must items.

Q In your experience, are you aware of any licenses that Tsuburaya Productions entered into which didn't specify the materials that were going to be delivered under the license?

A I'm not aware of any.

Q In your experience at Tsuburaya Productions, would it be the practice at TPC to sign the license agreement with --

to conclude a license agreement with both a signature and a seal?

A No. It's not has been a practice.

Q For English language contracts, would it be the practice at Tsuburaya Productions to use this hanko seal that we see in the right here in red -- was that used in English language in contracts at Tsuburaya Productions?

A No, it is not.

Q In your experience at Tsuburaya Productions, would it be the practice to specify the amount of the license fee that would be paid in the license agreement?

A Yes. It has to be included.

Q We talked earlier about the movie, the "Ultraman" movie, that Tsuburaya Productions made with Mr. Sompote. Are you familiar with a movie called "Ultraman Zoffy"?

A Yes, I am.

Q Who made that movie?

A Tsuburaya Productions.

Q Did UMC pay a license fee to Tsuburaya Productions for -- to use parts of "Ultraman Zoffy"?

A (No audible response.)

MR. QUINN: Let me withdraw the question.

I will withdraw the question, Your Honor.

THE COURT: All right.

BY MR. QUINN:

Q Did Mr. Sompote pay a license fee to Tsuburaya Productions to use parts of "Ultraman Zoffy"?

A Yes. That appears to be the case.

Q And just finally, during counsel's opening statements yesterday he showed pictures of a couple of individuals who he identified as former Tsuburaya employees -- a Mr. Suzuki and Mr. Oto. Do you recall that from his opening statement yesterday?

A Yes, I do remember that.

Q Did Mr. Suzuki leave Tsuburaya Productions?

A Yes, he left.

Q Are you familiar with the circumstances under which Mr. Suzuki left Tsuburaya Productions?

A Yes, I am very familiar with that.

Q Could you please tell the jury.

A Mr. Suzuki was a producer who had a contract with Tsuburaya Productions. And when he left the company, I was the top of the production department of Tsuburaya Productions.

He was the person mainly producing movies. Since the cost for him to make movie was not very clear, I requested him to submit all development materials to me, and he never did.

And there came a time when we were planning a next

movie about in 2008, and I refused to use him. That's how Mr. Suzuki contract with Tsuburaya Productions came to be terminated. Therefore, I think Mr. Suzuki doesn't have a good impression of myself.

Q Do you have any other reasons to believe that Mr. Suzuki was not happy about his departure from Tsuburaya Productions?

A Well, the person back then was Mr. Morishima. He might have had some conversation, and he might -- with Mr. Morishima, and he might not have a good impression of Mr. Morishima either. But I don't know any details.

Q Did you ever run into Mr. Suzuki after he left Tsuburaya Productions?

A About two years ago.

Q And what happened on that occasion?

A Well, I run into him at a party. And since our relationship was not very good back then, I made an effort to talk to him, and he did not respond a word at all, and I felt very uncomfortable.

Q There is another former employee named Mr. Oto who counsel referred to in his opening statement yesterday.

Do you recall him referring to Mr. Oto and showing his picture?

A Yes, I do.

Q Do you know anything about the circumstances under

which Mr. Oto left Tsuburaya Productions?
A I think it was in 2004 when I returned to Tsuburaya Productions as the department manager of the production department. Mr. Oto was a director of Tsuburaya Productions.
Back then, Mr. Hideaki Tsuburaya was the president and Mr. Kazuo Tsuburaya was the chairman of Tsuburaya Productions. And Mr. Kazuo removed Mr. Oto from the board of directors, and that's how he left the company.
Q Do you know why he removed him?
A I don't know the details.
Q Okay. Did you ever hear from Mr. Suzuki -- did you ever hear him say that Tsuburaya Productions really doesn't have the rights to "Ultraman" outside of Japan? Did he ever say that to you?
A Not at all.
Q Did you ever hear Mr. Oto say that Tsuburaya Productions really doesn't have the rights to "Ultraman" outside of Japan?
A No, I never heard him say that.
MR. QUINN: Thank you, Your Honor. No further questions.
THE COURT: Why don't we take our morning recess.
Ladies and gentlemen, as I told you yesterday, please do not form or express any opinion about the case

until the matter is finally submitted to you. Do not talk to anyone or allow anyone to talk to you about this case and do not conduct any research of any kind on any subject matter connected with this trial.

We'll take a 15-minute recess and resume back here at ten after -- my clock is off. Let's say a quarter after 11:00. All right? Thank you.

THE CLERK: All rise.

(The following was heard in open court outside the presence of the jury:)

THE COURT: Let's resume at 11:15. We'll have the witness in the chair. Cross-examination will begin at that time. We'll have the jury in the box, and we'll go from there. Thank you.

THE CLERK: All rise. This Court is in recess.

(Recess taken 10:59 to 11:16 A.M.)

(The following was heard in open court in the presence of the jury:)

THE COURT: All right. Mr. Chibib, you may begin cross examination.

MR. CHIBIB: Thank you, Your Honor.

Good morning, ladies and gentlemen.

CROSS-EXAMINATION

BY MR. CHIBIB:

Q Good morning, Mr. Ooka.

A Good morning.
Q You just testified about you all of the films and TV series and toys and books that TPC has produced over 50 years; isn't that right?
A Yes.
Q And all the money that TPC invested to create all those works. You talked about that as well; right?
A Yes.
Q So isn't it true that each and every one of those films and TV series and books and toys could have been released by TPC in Japan without violating the 1976 Agreement?
MR. QUINN: I object. That calls for a legal conclusion, I think.
THE COURT: Overruled.
You may answer.
THE WITNESS: Can I have that question again.
MR. CHIBIB: May I ask the court reporter to repeat it.
THE COURT: Do you mind.
(The record was read.)
MR. QUINN: Your Honor, as phrased, it assumes the validity of the agreement.
THE COURT: Overruled.
THE WITNESS: I think so.

BY MR. CHIBIB:

Q You think so.

Mr. Bales, may I have Exhibit 4A up on the screen, Article 2 of Exhibit 4A.

Mr. Ooka, it's true that Exhibit 4A says that the territory is all territories except Japan; correct?

A Yes, it says that.

Q Okay. So TPC has always thought that it can make those films, movies, and books and toys in Japan; correct?

A That is also true, correct.

Q Japan is by far the largest market for "Ultraman" products in the world; correct?

A That's that might not always be true depending on works.

Q Okay. But as a whole, "Ultraman," the entirety of "Ultraman," Japan is the largest market by far; correct?

A Yes, I think that understanding is correct.

Q You also talked about the distribution of works throughout the world during the period between 1976 and 1996. Do you remember that testimony earlier today?

A Yes, I did.

Q And isn't it true that before 1995 that TPC released one work in the country of Thailand in 1984 called "Ultraman Zoffy"?

A That might be the case.

Q Okay. Well, can we pull up.

Mr. Ooka, you were here for opening statement. This was from TPC's opening statement. Do you recall this slide?

A Yes, I remember this.

Q Do you see there on the right side, 1984, "Ultraman Zoffy," Thailand. Right?

A Yes.

Q Isn't it true that "Ultraman Zoffy" was actually screened in Thailand by Mr. Sompote?

A Well, it was possible for Mr. Sompote to do so because Tsuburaya Productions licensed him.

Q Exactly. And so my point is isn't it true that there were no works released before 1995 in Thailand that Mr. Sompote was not expressly aware of; correct?

A Prior to 1995?

Q Correct.

A For the entire period of time?

Q Between 1976 and 1995.

A That might be the case although I cannot answer definitively because I don't have all the documents in front of me.

Q Okay. And Mr. Sompote, as you know, lives and lived in Thailand during that entire period; correct?

A That's what I have heard.

Q So you also -- we talked about distribution around the world, if we can zoom in on Article 1 of the works here in the 1976 Agreement.

Mr. Ooka, isn't it true that in the last ten years that TPC hasn't distributed any of these works listed in the 1976 Agreement in the United States other than the YouTube from Veranda?

A It did not.

Q I'm not sure I understood your answer.

Did TPC release any of the works listed in Article 1 in the last ten years in the United States other than the Veranda YouTube?

A It did not.

Q And TPC didn't distribute these works in the United States because it was concerned about violating the 1976 Agreement; right?

A No. It was not because we were afraid of by infringing that. We intentionally chose not to distribute those works so that we would not put our licensees in a difficult troubled conditions situation. So violating something is one thing but intentionally choosing not to do something was another in my mind.

Q Okay. Okay. Mr. Ooka, I would like to now -- you testified a little earlier about the financial condition of TPC in the mid-70's; right?

A Yes, I did.
Q May I ask you please to grab the black binder with Exhibit 1000, please.
A 1000?
Q Yes.
Mr. Ooka, would you please turn to page TX 1000-12.
A Yes.
Q Do you recognize this document?
A Yes, I do.
Q Can you please tell me what it is.
A This is a balance sheet of Tsuburaya Productions for the year 49, which is 1974.
Q If we leaf through the rest of the document, there are also income statements and balance sheets for different periods of time; correct?
A Yes.
Q And you saw this Exhibit 140 in your deposition. Exhibit 1000 has an English translation on the top so that I can show the jury.
A Understand.
Q Thank you.
Your Honor, I would like to offer Exhibit 1000 in evidence, please.
THE COURT: Any objection?

MR. QUINN: No objection, Your Honor.

THE COURT: 1000 will be admitted.

(Trial Exhibit 1000 was admitted into evidence.)

BY MR. CHIBIB:

Q Mr. Ooka, would you please turn to page 1000-13.

And I will ask Mr. Bales if you can show page 1003 on the screen.

Mr. Ooka, I am going to try to quickly go through this with you. This page 1013 and 1003 is the income statement from April 1st, 1973 to March 31st, 1974 for TPC; correct?

A Yes.

Q If you look at the third row of this page, it says, "Operating Revenue"; isn't that correct?

A Yes, operating revenue, correct.

Q And the operating revenue for this time was 1,242,764,894; correct?

A Yes. However -- but one thing I would like to qualify is that Tsuburaya Productions is a production company. Operating revenue include cost of production, and that is completely different from profit.

Q I understand. I didn't ask you about profit. I just asked you about operating revenue. Did you understand that?

A Understand.

Q And that 1.2 billion reflects and relates to that first

column there on the left of the demonstrative that we showed you in the opening statement; right?

A Yes.

Q Please, sir, you would turn to page 1000-15, if I could ask Mr. Bales to put up 1000-5 on the right.

A Yes.

Q Once again, the third row here, the operating revenue for this time period, April 1st, 1974 to March 31st, 1975 was 921,298,781; correct?

A That's correct.

Q Okay. And that corresponds to that middle bar there on the demonstrative; correct?

A Yes, exactly.

Q And then would you mind turning two pages forward to 1000-17.

And, Mr. Bales, 1000-7 on the screen.

And here the operating revenue in the third row again is now 415-some-odd million; correct?

A Yes.

Q And that corresponds to the final bar on the demonstrative graph; correct?

A Yes.

Q Now, those were the operating revenue.

Now I would like to talk to you about the losses that TPC was experiencing in these time period.

Would you please turn to page TX 1000-12.

And, Mr. Bales, would you put up page 1000-2.

A Yes.

Q If we look down at the bottom right about five lines up, it says "Profit from the current term." Do you see that?

A Yes.

Q And the profit from the current term as of March 31st, 1974 at TPC was 6.9 million Yen; correct?

A Yes, that's correct.

Q And that corresponds to the first bar in this demonstrative; correct?

A That's right.

Q And if you will advance two pages to 1000-14.

And, Mr. Bales, 1004, please.

A Yes.

Q The loss from the current term here on the bottom right is negative 122 million Yen; correct?

A That's right.

Q And that corresponds to that middle graph bar; correct?

A Yes.

Q And, lastly, sir, page 1000-16 and 1006 on the screen.

A Yes.

Q The current loss for this period as of February 29, 1976 was 50,980,000 Yen; correct?

A Yes.
Q And that corresponds to that final bar on the demonstrative; correct?
A That's correct.
Q Thank you.
Sir, we can put away that document, if you would go back to your witness binder and look at Exhibit 139, please.
A Yes.
Q You have seen this document before; right?
A Yes, I have.
Q What is Exhibit 139?
A This is a book authored by Noboru Tsuburaya.
Q And this is titled Noboru Tsuburaya the story of "Ultraman"; correct?
A Yes.
Q And Exhibit 139 was published in 1993; correct?
A Yes.
Q Mr. Noboru Tsuburaya was president and CEO of TPC in 1993; correct?
A Yes.
Q And in this book he talks about the financial troubles that TPC was having in the mid-1970s; correct?
MR. QUINN: Objection. Hearsay.
THE COURT: Counsel, what's your response?

MR. CHIBIB: Actually, this is not hearsay, and there is exceptions. One, it's an ancient document. It's published in 1993; so it's more than 20 years old.

And, secondly, this is a statement made by party-opponent. Mr. Noboru was the president of TPC when he wrote this.

THE COURT: All right. Has this witness read this document before?

MR. CHIBIB: Yes. When I say -- I questioned him at his deposition about it.

THE COURT: Okay. Why don't we lay the foundation for that, and then I will allow it.

MR. QUINN: I would say, Your Honor, it's not a party admission in that this is not written in his capacity as an officer of the company. This is his personal -- it purports to be a personal statement.

THE COURT: All right. Fair enough. The objection is noted but overruled.

But you need to lay the foundation as to his knowledge of the contents of this.

BY MR. CHIBIB:

Q Mr. Ooka, I showed you this document Exhibit 139 in January of this year in Tokyo at your deposition; correct?

A Yes. I have seen it.

Q And you told me that you knew of this book; correct?

A I think I told you I knew of the book, but I am not familiar with the details of the contents.
Q Right. But you knew of the book; correct?
A Yes.
Q And I asked you questions about what was contained in Exhibit 139 regarding the contents of Exhibit 139; correct?
A Yes, I think yes. That's how I remember.
Q And you had no knowledge to dispute the things that were said in Exhibit 139; correct?
A Sorry. What do you mean by that?
Q Well, you testified earlier today about the financial condition of TPC in the mid-1970s; correct?
A Yes, I did.
Q So you claim to have knowledge about the financial condition of TPC in the mid-1970s; right?
A Yes.
Q And this book contains information that relates to the financial condition of TPC in the mid-1970s; correct?
MR. QUINN: Lacks foundation, Your Honor. Says he was shown parts of it at his deposition.
THE COURT: Let me hear the answer first.
THE WITNESS: What was the question again.
BY MR. CHIBIB:
Q The question was this book contains information about the financial condition of TPC in the mid-1970s.

A In my recollection, there might be some in part.

MR. CHIBIB: Your Honor, I would offer Exhibit 139 in evidence at this time.

THE COURT: We'll discuss this at the lunch break. All right?

MR. CHIBIB: Okay.

Q All right. Let me -- earlier you testified that in the mid-70's that TPC had a large financial backer in a company called Toho; correct?

A Yes.

Q The fact that you had a large financial backer in Toho in the mid-70's doesn't change the fact that TPC's revenues were declining and TPC's losses were growing; correct?

MR. QUINN: Objection. Argumentive.

THE COURT: Overruled.

THE WITNESS: In my mind, recording company's financial performance is one thing. However, the company's overall circumstances is -- circumstance is different, and we are getting this back support from Toho to maintain that overall company operation.

BY MR. CHIBIB:

Q Mr. Ooka, I am asking you a very simple question.

The fact that TPC had a financial backer does not change the fact that TPC's revenues were declining and TPC's losses were mounting; correct?

A It won't change that fact.
Q And it's true that, in the mid-1970s, that TPC had massive layoffs and let several employees go; correct?
A I think that expression is not correct.
Q Well, I'm not sure what expression you are talking about.
Isn't it true that, in the mid-1970s, that TPC let go of several employees?
A I would like you to define the category of employees. If you are talking about full-time employees or contractors for different works. Depending on the definition, there is a huge difference.
Q Mr. Ooka, I am not trying to be coy about this.
Isn't it true that, at your deposition, you testified that you believe that TPC went from about 200 employees and staff down to about 5 employees and staff in the mid-1970s?
MR. QUINN: Object to the form of the question. If he's got testimony, we should just go with that.
THE COURT: Well, let him answer it. Let him try to answer it, please.
THE WITNESS: Five?
BY MR. CHIBIB:
Q Yes.
A Did I testify to that?

MR. CHIBIB: Your Honor, may I play the clip, or would you like me to read?

THE COURT: Whatever your preference.

MR. CHIBIB: Okay.

MR. QUINN: Give me page and line.

MR. CHIBIB: Yeah.

Q Let me ask a different question before I do that.

Again, I am not trying to make a distinction between employee and staff.

So isn't it true that TPC let go of several employees and staff in the mid-1970s?

A That's right.

Q And in light of that, Toho didn't give TPC a bunch of money to keep those people working at TPC; correct?

A It was not that Toho provides funds for employment purpose and for each individual project. It was more that what I heard is that Toho in a formal loan provided the funds to TPC.

Q Let's shift gears, Mr. Ooka.

Would you please look in your binder at Exhibit 129.

A Yes.

Q You have seen this document before.

A Yes, I have.

Q What is this? What is Exhibit 129?

A Please give me a moment. This is an agreement between Thai Burin Film Company in Thailand and Tsuburaya Productions.
Q Thai Burin Film Company was Mr. Sompote's company; correct?
A Yes, it is.
Q And this agreement is for a movie titled "Jumbogue A & Giant"; correct?
MR. QUINN: Your Honor, I have a --
THE WITNESS: Yes. That's what it says.
MR. QUINN: I have a foundation question. Is he asking him to authenticate it or what's said?
THE COURT: We're going to find out.
MR. CHIBIB: I'm not sure if we left off. Is there a question pending?
THE COURT: The last question was and this agreement is for a movie titled "Jumbogue A & Giant."
BY MR. CHIBIB:
Q Correct?
THE INTERPRETER: The witness said that's what it says.
BY MR. CHIBIB:
Q And you testified earlier with Mr. Quinn that TPC and Mr. Sompote made a movie together called "Giant versus Jambo A"; correct?

A Yes. I did.

MR. CHIBIB: Your Honor, I would offer Exhibit 129 in evidence.

MR. QUINN: I don't think a foundation has been laid.

THE COURT: We'll deal with this as well at the lunch break.

Although, Counsel, you might want to ask this witness what he knows about this document, when was the first time he's seen it. That might assist the Court.

MR. CHIBIB: Let me go back and do that, Your Honor.

Q Mr. Ooka, you testified earlier about the practice of TPC entering into contracts to make films; correct?

A Yes, I did.

Q And you said every time we enter into a contract there is always an amount, and there is always a description of the deliverables of that agreement; right?

A Yes.

Q Isn't it true that TPC provided this contract, Exhibit 129, to the authorities in Thailand as an authentic document?

MR. QUINN: Foundation objection.

THE COURT: Overruled. Let's hear his answer.

THE WITNESS: In my understanding, that process

was taken care of in Taiwan.
BY MR. CHIBIB:
Q So that's a "Yes"?
A No. It's not the case that Tsuburaya -- Tsuburaya did.
Q Who provided this document to the Thai authorities?
MR. QUINN: Assumes facts. Lacks foundation.
THE COURT: If he knows.
THE WITNESS: I don't know.
BY MR. CHIBIB:
Q Who is Koichi Takano?
A He was a member of the board of directors of Tsuburaya back then.
Q And Mr. Takano is no longer alive?
A Give me a moment. Let me confirm the date. I'm sorry. In 1973, Mr. Takano was not a board member.
Q Okay. But he was an employee of TPC in 1973, and he was also an employee of TPC in 1998; correct?
A Yes, that's my recollection.
Q And at one point he was the managing director of TPC; correct?
A Yes.
Q Would you please look in your binder at Exhibit 1061.
A 1061?
Q I apologize. It's in the black binder then, 1061.
Do you see that exhibit, 1061, sir?

A Yes.

Q Okay. Now, 1061 is the same as Exhibit 129 except it has some additional writing on it; correct?

MR. QUINN: Your Honor, I am sorry. We just don't have a copy of this exhibit for some reason. I'm not blaming anybody. We just don't have a copy of it.

THE COURT: Okay. So let's maybe we can resolve this during the lunch hour.

Ladies and gentlemen of the jury, we'll take our lunch break at this time. We'll resume at ten after 1:00 o'clock.

Do not talk about the case with anyone. Don't allow anyone talk about the case with anyone. Do not conduct any research of any kind on any subject matter connected with this trial. We'll see you at ten after 1:00. Have a good lunch.

THE CLERK: All rise.

(The following was heard in open court outside the presence of the jury:)

THE COURT: Hopefully, during lunch we can get copies of the exhibits resolved. But let's talk about these exhibits. Counsel, I guess the first one -- was it Exhibit 129? Or I might have gotten the numbers messed up.

Mr. Quinn, I believe, you made an objection to -- was it just 129?

MR. QUINN: Well, it was 129. And I just -- we don't think a foundation has been laid that this witness can testify as to any personal knowledge.

THE COURT: You can step down.

So we were dealing with 129, and there are so many exhibits here that also -- the exhibit, the book, what number was that?

MR. QUINN: That's 139.

THE COURT: 139. Okay. Let's first deal with 139.

Mr. Chibib, look. Maybe this is new to me, but I look at these -- at least what you purport to be the exceptions. 80316 is the exception for ancient document, and I can appreciate that, but there has to be some level of authenticity that's established.

Maybe I misheard it, but it looked like this witness has never even -- it's not even clear to me that this witness has even read this document.

It's clear it was discussed at a deposition, but I'm not sure if -- prior to that deposition, has this witness read this? I thought his answers seemed to suggest more of that he thinks that -- what it says.

So I question whether there is sufficient foundation laid to establish its authenticity. And then secondly, as perhaps an aside, do you even need this

document?

You have gotten out the testimony that I think you want, which is, basically, that everyone and their mother says the company was floundering during this time period.

Perhaps that's an aside, but to deal with the substantive matter -- show me where I am wrong as it relates to how this document is admissible into evidence.

MR. CHIBIB: Okay, Your Honor. First I think this document is not cumulative of some of the financial information we've gotten out.

This is the autobiography of Noboru Tsuburaya. And this is a document where he claims he was on the verge of committing suicide because of the debt and the losses that TPC was experiencing. He wrote this when he was the president of TPC, and this is an admission of party-opponent --

THE COURT: How it's an admission of -- walk me through how this is an admission of a party-opponent. It's a book that he wrote, a biography?

MR. CHIBIB: It's a book that he wrote about "Ultraman," and he wrote about the stories of the goings-on of his company. I think that that certainly is -- he certainly is speaking on behalf of the company as it relates to what the company was doing.

THE COURT: All right.

MR. CHIBIB: And I will also say that the nature of -- the dire nature of the circumstances is, essentially, the crux of our case.

THE COURT: I understand that.

MR. CHIBIB: So --

THE COURT: So you need this in. I get it.

MR. CHIBIB: I want this very much in evidence. This is a very important document to put in front of the jury, as you well know.

THE COURT: But you are saying because Tsuburaya wrote it in a book 20 years ago, it fits -- it's not hearsay, it's an admission of a party-opponent?

MR. CHIBIB: It is. It's ancient, and it doesn't matter if it's true or not. It's that he said it in a book, a published book. In 1993 there is copyright --

THE COURT: Walk me through this. What's the foundation laid to get this in through this witness who at least -- maybe I am wrong -- it seems like he's not even sure what this is.

MR. CHIBIB: I don't know that he's read the book, Your Honor, but I do know that he knew of the book. So he did testify to that.

THE COURT: Knowledge of the book you think is enough of foundation?

MR. CHIBIB: Sure. To read the book -- I mean,

again, if we're just talking about what it says in a published book by the founder -- or by the president and CEO of the company -- he's just as good as anyone to read it.

THE COURT: All right. And then while I have you up here, let's talk about 129 although that some of his answers might have resolved some of the foundational questions. Although I am sure Mr. Quinn disagrees, but walk me through why you think this document comes in not written by him. I thought he said he wasn't even sure what this document was.

MR. CHIBIB: Well, so to set the stage, TPC claims that this document is also a forgery. This document, we believe, has a signature that looks a lot like the signature on the 1976 Agreement, and they're claiming, no, it doesn't. Its forgery.

Where I was going with the subsequent exhibit, 1061, 1066, TPC took this document and gave it to the Thai authorities and said it was an authentic contract.

THE COURT: But this witness seemed to be not sure of that fact.

MR. CHIBIB: I understand. That's where I was going with the subsequent document. The subsequent document has a signature of this gentleman who is the managing director of TPC, and it says in the translation this is an authentic document, with his signature.

THE COURT: I get that, but he doesn't know anything about that; correct?

MR. CHIBIB: He testified all about their contracts throughout the entire period whether he was working there or not. He offered testimony from '76 all the way to now.

So he's testified that he has knowledge about all their contracts. And he was indeed the CEO for a long time at --

THE COURT: Right. But you presented him with a contract to which he said "I don't know what this document is."

MR. CHIBIB: Right. Shouldn't -- they are the ones -- they provided -- it has their Bates stamp on it.

THE COURT: Don't get me wrong. I understand your point, but just because you want to make the point, there are still some rules that have to be followed to get it into evidence.

I am struggling with -- and, again, I could be wrong. I am just struggling with you presented it to a witness who says, "I don't know what this document is." You then skillfully try to present him with the supplementary document -- and I will have to review the testimony and my notes -- but I thought at one point he said, "Well, I know who this person is" but I still wasn't sure we had gotten

over the foundational point that this person worked at the company, this person had the authority to do this --

MR. CHIBIB: I hadn't gotten there yet. I didn't ask the questions about the signature and stuff yet when we ran out of time.

What he did testify -- if you are going to look back at the testimony, he testified about this film being made with Sompote, about knowing about it. And I should be able to ask him is this the contract that relates to this film because he's already talked about it.

THE COURT: I get that. But what happens if he says, which I anticipate, I don't know? How do we, then, get it into evidence?

Because if he says he doesn't know -- and your only hook, from my perspective -- I could be wrong -- is that you try to walk him through identify who this other person is, that person was involved with the company, this document, I guess, has some similarities with documents that Tsuburaya would prepare in the normal course of their business, but, again, if I am wrong on this, please let me know where I should be looking. But, at least, those are the issues that seems to be raised by the examination.

MR. CHIBIB: Okay, Your Honor. I certainly appreciate what you are saying. And so the comment from Mr. Wexler is Exhibit 1066, the subsequent document that I

was going for, is an official document and an admission of the opponent authenticating the document.

So whether 1029 comes in or 1066 comes in, it doesn't matter.

THE COURT: Let me look at 1066 because I want to make sure I understand the argument, at least.

I assume that -- is it 1066?

MR. CHIBIB: 1066, Your Honor, is an authentic document that authenticates 1061. So they go together.

THE COURT: I should say we didn't talk about this before the break.

MR. CHIBIB: We have not gotten into 1066.

THE COURT: Walk me through what 1066 is.

MR. CHIBIB: It's the official statement of this Mr. Koichi Takano who is the managing director of TPC. And this is the statement that he gave to the Thai authorities, along with the documents that he gave to the Thai authorities.

THE COURT: 1066 makes a reference to 1061?

MR. CHIBIB: Correct, Your Honor.

THE COURT: That makes it an easier pill to swallow. Let's put it that way. But we haven't gone through -- let me ask this question. Who is going to talk about 1066?

MR. CHIBIB: Well, I mean, about the document, I

am just going to -- again, if he's testifying about TPC's litigation throughout -- and he should be able to testify about the statement of his colleague and a managing director of TPC, whether he knows them, whether he knows if this was submitted by Mr. Takano, if Mr. Takano submitted a statement at all. He should know that.

THE COURT: I guess we'll find out this afternoon. Okay.

Mr. Quinn, what, if anything, do you wish to say in response about this class on Evidence?

MR. QUINN: Well, what they want to get in, Your Honor, from the autobiography is the word "suicidal." That's what it comes down to.

And I don't think it's a party admission. If Mark Zuckerberg writes his autobiography, I don't think parties suing Facebook will be able to quote passages out of that and offer it in litigation against Facebook.

THE COURT: I'm going to be looking to see if there are cases along that line because -- but go ahead.

MR. QUINN: This is the key. This is a statement in the man's autobiography about his own mental state -- "I was suicidal." I don't think that's a party admission of Tsuburaya Productions as to the financial condition of Tsuburaya Productions. There is no claim --

THE COURT: It depends. I thought it was "I was

suicidal because of the financial condition of the company."

MR. QUINN: Apparently, yes. But there is no evidence going to be offered that he wrote this book in his capacity as president, as an authorized history of the company.

THE COURT: But he wasn't a ghost writer for the company.

MR. QUINN: Some companies have "this is the history of our company," and you put it out there. And maybe it's a party admission. I have been thinking about writing the Quinn Emanuel history.

THE COURT: After today, you may not want to do that.

MR. QUINN: Fair enough. I have forgotten too much, to tell you the truth, but that's my point.

I don't think that's a party admission. I think they've got what they want. They don't need the word "suicide."

And with respect to Exhibit 129, I think we have to see what this witness says. What does he know about it?

THE COURT: Fair enough. So why don't -- I'll have you guys come back at five after 1:00. I'll do some more research on this issue, and we'll resume with our testimony once the jury arrives. Thank you.

THE CLERK: All rise. Court is in recess.

(Lunch recess taken 12:25 until 1:10 P.M.)

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CERTIFICATE

I hereby certify that pursuant to Section 753, Title 28, United States Code, the foregoing is a true and correct transcript of the stenographically reported proceedings held in the above-entitled matter and that the transcript page format is in conformance with the regulations of the Judicial Conference of the United States.

Date: February 6, 2018.

/S/ CHIA MEI JUI

Chia Mei Jui, CSR No. 3287

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